

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L40105DL1999PLC099328

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCP7947F

(ii) (a) Name of the company

PTC INDIA LIMITED

(b) Registered office address

2 ND FLOOR, NBCC TOWER,
15,BIIKAJI CAMA PLACE
NEW DELHI
Delhi
110066

(c) *e-mail ID of the company

cs@ptcindia.com

(d) *Telephone number with STD code

01141595100

(e) Website

www.ptcindia. com

(iii) Date of Incorporation

16/04/1999

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	National Stock Exchange of India Limited	1,024
	Bombay Stock Exchange Limited	1

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

24/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G1	Wholesale Trading	99.83

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PTC INDIA FINANCIAL SERVICE	L65999DL2006PLC153373	Subsidiary	64.99
2	PTC ENERGY LIMITED	U40106DL2008PLC181648	Subsidiary	100

3	KRISHNA GODAVARI POWER U	U40109TG1995PLC020948	Associate	49
4	R. S. INDIA WIND ENERGY PRIV	U40101HR2006PTC049781	Associate	37
5	VARAM BIOENERGY PRIVATE L	U40108TG2002PTC038381	Associate	26
6	R.S.INDIA GLOBAL ENERGY LIM	U40300HR2008PLC049683	Associate	48
7	HINDUSTAN POWER EXCHANG	U74999MH2018PLC308448	Associate	22.62

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	750,000,000	296,008,321	296,008,321	296,008,321
Total amount of equity shares (in Rupees)	7,500,000,000	2,960,083,210	2,960,083,210	2,960,083,210

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	750,000,000	296,008,321	296,008,321	296,008,321
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	7,500,000,000	2,960,083,210	2,960,083,210	2,960,083,210

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	10,004,699	286,003,622	296008321	2,960,083,2	2,960,083,2	
Increase during the year	0	149	149	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		149	149			
converted to demat						
Decrease during the year	149	0	149	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	149		149			
converted to demat						
At the end of the year	10,004,550	286,003,771	296008321	2,960,083,2	2,960,083,2	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
0						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
0						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE877F01012

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media]

☒ Yes ☐ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting				<input type="text"/>			
Date of registration of transfer (Date Month Year)				<input type="text"/>			
Type of transfer		<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input type="text"/>	
Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Date of registration of transfer (Date Month Year)				<input type="text"/>			
Type of transfer		<input type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input type="text"/>	

Ledger Folio of Transferor							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surname		middle name		first name		

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

169,632,935,140

(ii) Net worth of the Company

37,021,350,521

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	48,000,000	16.22	0	
10.	Others 0	0	0	0	
	Total	48,000,000	16.22	0	0

Total number of shareholders (promoters)

4

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	85,609,657	28.92	0	
	(ii) Non-resident Indian (NRI)	7,672,010	2.59	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	86,945	0.03	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	22,684,806	7.66	0	
4.	Banks	4,005,441	1.35	0	
5.	Financial institutions	109,846	0.04	0	
6.	Foreign institutional investors	94,566,074	31.95	0	
7.	Mutual funds	10,340,191	3.49	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	22,393,757	7.57	0	
10.	Others Trust 535494 & NBFC 4100	539,594	0.18	0	
	Total	248,008,321	83.78	0	0

Total number of shareholders (other than promoters)

156,227

**Total number of shareholders (Promoters+Public/
Other than promoters)**

156,231

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

125

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CIM INVESTMENT FUN				17,500,000	
FIDELITY FUNDS - ASI				14,852,121	
FIDELITY FUNDS - PAC				6,864,512	
FIDELITY ASIAN VALU				5,766,078	

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
VANGUARD EMERGIN				2,745,224	
VANGUARD TOTAL IN				2,662,020	
GOVERNMENT PENSIC				2,399,625	
ACADIAN EMERGING I				2,279,996	
MORGAN STANLEY AS				1,864,312	
EMERGING MARKETS C				1,720,629	
KAPITALFORENINGEN				1,620,564	
LSV EMERGING MARKI				1,556,300	
PERINVEST (LUX) SICA				1,500,000	
OREGON PUBLIC EMPI				1,425,061	
SEI INSTITUTIONAL INV				1,334,156	
ACACIA PARTNERS, LP				1,159,891	
WISDOMTREE INDIA IN				1,147,043	
PENSION RESERVES IN				1,057,131	
VANGUARD FIDUCIAR				1,039,179	
STATE STREET EMERGI				1,029,351	
GLOBEFLEX EMERGIN				972,722	
DIMENSIONAL EMERG				919,939	
OPSEU PENSION PLAN				885,901	
THE BOARD OF REGEN				848,137	
SPDR S AND P EMERG				826,264	

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	4	4
Members (other than promoters)	142,813	156,227
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	4	0	4	0	0
B. Non-Promoter	3	8	3	7	0.03	0
(i) Non-Independent	3	0	3	0	0.03	0
(ii) Independent	0	8	0	7	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	1	0	1	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	13	3	12	0.03	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

17

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
DEEPAK AMITABH	01061535	Managing Director	79,557	05/11/2021

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAJIB KUMAR MISHRA	06836268	Whole-time director	1,800	
AJIT KUMAR	06518591	Whole-time director	0	08/04/2021
MRITUNJAY KUMAR N	03426753	Nominee director	0	
ANIL KUMAR GAUTAM	08293632	Nominee director	0	17/06/2021
HARJEET SINGH PURI	08918860	Nominee director	0	
PARMINDER CHOPRA	08530587	Nominee director	0	
VINOD KUMAR SINGH	08679313	Nominee director	0	
JAYANT PURUSHOTTA	00190075	Director	0	
RAKESH KACKER	03620666	Director	0	
SUSHAMA NATH	05152061	Director	0	
DEVENDRA SWAROO	08185307	Director	0	
RAMESH NARAIN MIS	03109225	Director	0	
PREETI SARAN	08606546	Director	0	
SUBHASH SHEORATA	00979731	Director	0	
RAJIV KUMAR MAHES	AHQPM7129P	Company Secretar	0	
PANKAJ GOEL	AAAPG0071F	CFO	2,563	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

17

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
PARMINDER CHOPRA	08530587	Nominee director	02/08/2020	Appointment
PREETI SARAN	08606546	Additional director	02/08/2020	Appointment
CHANDAN KUMAR MC	08535016	Nominee director	14/08/2020	Appointment
SUBHASH SHEORATA	00979731	Additional director	01/07/2020	Appointment
SUBHASH SHEORATA	00979731	Director	22/09/2020	Change in designation
PREETI SARAN	08606546	Director	22/09/2020	Change in designation
HARJEET SINGH PURI	08918860	Nominee director	15/10/2020	Appointment
VINOD KUMAR SINGH	08679313	Nominee director	09/11/2020	Appointment
RAJEEV KUMAR CHAL	02018931	Nominee director	01/11/2020	Cessation
BHARTI PRASAD	03025537	Director	20/12/2020	Cessation
NAVEEN BHUSHAN GI	00530741	Nominee director	01/07/2020	Cessation
ATMANAND	06398097	Director	01/07/2020	Cessation
MAHESH KUMAR MITT	02889021	Nominee director	01/10/2020	Cessation
KOODATHUMURIYIL V	01613015	Additional director	04/05/2020	Cessation
ANAND GUPTA KUMAI	07269906	Nominee director	01/08/2020	Cessation
CHANDAN KUMAR MC	08535016	Nominee director	18/01/2021	Cessation
ANIL KUMAR GAUTAM	08293632	Nominee director	21/01/2021	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	22/09/2020	164,349	156	4.09

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/06/2020	15	15	100
2	11/08/2020	15	13	86.67
3	09/11/2020	16	15	93.75
4	21/01/2021	15	12	80
5	25/01/2021	15	14	93.33
6	12/02/2021	15	14	93.33

C. COMMITTEE MEETINGS

Number of meetings held

24

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	19/06/2020	4	4	100
2	Audit Committee	10/08/2020	4	4	100
3	Audit Committee	09/11/2020	4	4	100
4	Audit Committee	24/12/2020	4	4	100
5	Audit Committee	02/02/2021	4	4	100
6	Audit Committee	02/02/2021	4	4	100
7	Audit Committee	26/03/2021	4	4	100
8	NOMINATION	25/06/2020	4	4	100
9	NOMINATION	31/07/2020	4	4	100
10	NOMINATION	15/12/2020	5	5	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	24/09/2021
								(Y/N/NA)
1	DEEPAK AMITABH	6	6	100	13	13	100	Yes
2	RAJIB KUMAR MISHRA	6	6	100	2	2	100	Yes
3	AJIT KUMAR	6	6	100	2	2	100	Not Applicable
4	MRITUNJAY K	6	3	50	3	3	100	No
5	ANIL KUMAR	3	3	100	3	3	100	Not Applicable
6	HARJEET SINGH	4	3	75	1	1	100	Not Applicable
7	PARMINDER	5	2	40	7	3	42.86	No
8	VINOD KUMAR	4	4	100	1	1	100	No
9	JAYANT PURI	6	6	100	9	9	100	Yes
10	RAKESH KACHHRA	6	6	100	16	16	100	Yes
11	SUSHAMA NARAYAN	6	6	100	19	19	100	Yes
12	DEVENDRA SINGH	6	6	100	7	7	100	No
13	RAMESH NARAYAN	6	6	100	5	5	100	Yes
14	PREETI SARAF	5	5	100	4	4	100	Yes
15	SUBHASH SHARMA	5	5	100	9	9	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Deepak Amitabh	Managing Director	15,939,053	0	0	825,857	16,764,910
2	Rajib Kumar Mishra	Whole Time Director	12,775,648	0	0	797,666	13,573,314
3	Ajit Kumar	Whole Time Director	12,935,886	0	0	1,194,108	14,129,994
	Total		41,650,587	0	0	2,817,631	44,468,218

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajiv Kumar Mahes	Company Secre	5,177,572	0	0	326,346	5,503,918
2	Pankaj Goel	CFO	8,099,266	0	0	575,236	8,674,502
	Total		13,276,838	0	0	901,582	14,178,420

Number of other directors whose remuneration details to be entered

18

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mahesh Kumar Mitt	Nominee Directo	0	0	0	47,200	47,200
2	Harjeet Singh Puri	Nominee Directo	0	0	0	188,800	188,800
3	Anand Kumar Gupta	Nominee Directo	0	0	0	94,400	94,400
4	Chandan Kumar Mc	Nominee Directo	0	0	0	94,400	94,400
5	Anil Kumar Gautam	Nominee Directo	0	0	0	283,200	283,200
6	NAVEEN BHUSHAI	Nominee Directo	0	0	0	47,200	47,200
7	Parminder Chopra	Nominee Directo	0	0	0	236,000	236,000
8	RAJEEV KUMAR C	Nominee Directo	0	0	0	236,000	236,000
9	Vinod Kumar Singh	Nominee Directo	0	0	0	236,000	236,000
10	Jayant Purushottam	Independent Dir	0	0	0	708,000	708,000
11	Rakesh Kacker	Independent Dir	0	0	0	1,038,400	1,038,400
12	Sushama Nath	Independent Dir	0	0	0	1,180,000	1,180,000
13	Devendra Swaroop	Independent Dir	0	0	0	613,600	613,600
14	Atmanand	Independent Dir	0	0	0	47,200	47,200
15	Ramesh Narain Mis	Independent Dir	0	0	0	519,200	519,200
16	SUBHASH SHEOR	Independent Dir	0	0	0	660,800	660,800
17	PREETI SARAN	Independent Dir	0	0	0	424,800	424,800
18	Bharti Prasad	Independent Dir	0	0	0	424,800	424,800
	Total		0	0	0	7,080,000	7,080,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Ashish Kapoor

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7504

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

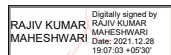
Director



DIN of the director

06836268

To be digitally signed by



☒ Company Secretary

☐ Company secretary in practice

Membership number

4998

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

MGT-8.pdf
Directors Attendance Signed.pdf
Foreign Institutional Investors.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

Committee Meetings.

S. No.	Type of Meeting	Date of Meeting	Total Members as on the date of the meeting.	Attendance	
				Number of members attended	% of Attendance
11	Corporate Social Responsibility Committee	9/7/2020	4	4	100
12	Corporate Social Responsibility Committee	14/12/2020	5	5	100
13	Stakeholders Relationship Committee	22/03/2021	3	3	100
14	Risk Management Committee	24/09/2020	4	4	100
15	Risk Management Committee	21/12/2020	4	4	100
16	Group of Directors for BD/ Investment & Disinvestment	10/7/2020	6	6	100
17	Group of Directors for BD/ Investment & Disinvestment	25/08/2020	6	6	100
18	Group of Directors for BD/ Investment & Disinvestment	9/9/2020	6	5	83.33
19	Group of Directors for BD/ Investment & Disinvestment	5/10/2020	6	6	100
20	Group of Directors for BD/ Investment & Disinvestment	9/11/2020	5	4	80
21	Group of Directors for BD/ Investment & Disinvestment	7/12/2020	5	4	80
22	Group of Directors for BD/ Investment & Disinvestment	15/12/2020	5	4	80
23	Group of Directors for BD/ Investment & Disinvestment	12/1/2021	5	4	80
24	Independent Directors meeting	1/10/2020	8	8	100

RAJIV MAHESHWARI
 Company Secretary
 PTC India Limited
 2nd Floor, NBCC Tower
 15, Bhikaji Cama Place, New Delhi-110066

Attendance of Directors

S. No.	Name of the Director	Board Meetings			Committee Meeting			Whether attended AGM held on
		Number of Meeting which Director was entitled to attend	Number of Meeting attended	% of attendance	Number of Meeting which Director was entitled to attend	Number of Meeting attended	% of attendance	(Y/N/NA)
1	Anand Kumar Gupta, Ceased w.e.f, 01-08-2020	1	1	100	1	1	100	
2	Chandan Kumar Mondol, Ceased w.e.f, 18-01-2021	1	1	100	1	1	100	
3	Mahesh Kumar Mittal, Ceased w.e.f, 01-10-2020	2	1	50	0	0	0	
4	Naveen Bhushan Gupta, Ceased w.e.f, 01-07-2020	1	1	100	0	0	0	
5	Rajeev Kumar Chauhan, Ceased w.e.f, 01-11-2020	2	2	100	4	3	75	
6	Ms. Bharti Prasad, Ceased w.e.f, 20-12-2020	3	3	100	6	6	100	
7	Atmanand, Ceased w.e.f, 01-07-2020	1	1	100	0	0	0	
8	K.V. Eapen, Ceased w.e.f, 04-05-2020	0	0	0	0	0	0	



RAJIV MAHESHWARI
Company Secretary
PTC India Limited
2nd Floor, NBCC Tower
13, Bhikaji Cama Place, New Delhi-110068

22nd AGM

NAME of Director	24-Sep-21
Shri Deepak Amitabh	Yes
Dr. Rajib Kumar Mishra	Yes
Shri Mritunjay Kumar Narayan	No
Ms. Renu Narang	Yes
Smt. Parminder Chopra	No
Shri Vinod Kumar Singh	No
Shri Vinod Kumar Maini	Yes
Shri Jayant Purushottam Gokhale (I.D)	Yes
Shri Rakesh Kacker (I.D)	Yes
Ms. Sushama Nath (I.D)	Yes
Shri Devendra Swaroop Saksena (I.D)	No
Shri Ramesh Narain Misra (I.D)	Yes
Smt. Preeti Saran (I.D)	Yes
Shri Subhash S. Mundra (I.D)	Yes


RAJIV MAHESHWARI
 Company Secretary
PTC India Limited
 2nd Floor, NBCC Tower
 16, Bhikaji Cama Place, New Delhi-110066

Public Shareholding

Institutions

Foreign Institutional Investors

Srl	Folio No	Name	Shares	Amount	Percentage	Demat Share
1	IN300054/10093099	CIM INVESTMENT FUND ICAV	17500000	175000000	5.912	17500000
2	IN300054/10072410	FIDELITY FUNDS - ASIAN SMALLER COMPANIES POOL	14852121	148521210	5.0175	14852121
3	IN300054/10002737	FIDELITY FUNDS - PACIFIC FUND	6864512	68645120	2.319	6864512
4	IN303438/10001786	FIDELITY ASIAN VALUES PLC	5766078	57660780	1.9479	5766078
5	IN303438/10016654	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A	2745224	27452240	.9274	2745224
SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX						
FUNDS						
6	IN303438/10003257	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	2662020	26620200	.8993	2662020
7	IN300054/10076881	GOVERNMENT PENSION FUND GLOBAL	2399625	23996250	.8107	2399625
8	IN300167/10118522	ACADIAN EMERGING MARKETS SMALL CAP EQUITY FUND	2279996	22799960	.7702	2279996
LLC						
9	IN300054/10109192	MORGAN STANLEY ASIA (SINGAPORE) PTE.	1864312	18643120	.6298	1864312
10	IN300054/10013410	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE	1720629	17206290	.5813	1720629
PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP						
INC. (DFAIDG)						
11	IN303438/10018238	KAPITALFORENINGEN INSTITUTIONEL INVESTOR,	1620564	16205640	.5475	1620564
ASIATISKE SMID CAP AKTIER						
12	IN300054/10040762	LSV EMERGING MARKETS SMALL CAP EQUITY FUND, LP	1556300	15563000	.5258	1556300
13	IN300054/10048194	PERINVEST (LUX) SICAV	1500000	15000000	.5067	1500000
14	IN300167/10091165	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM.	1425061	14250610	.4814	1425061
MANAGED THROUGH ARROWSTREET CAPITAL L.P.						
EMERGING MARKETS STRATEGY						
15	IN300142/10755256	SEI INSTITUTIONAL INVESTMENTS TRUST - EMERGING	1334156	13341560	.4507	1334156
MARKETS EQUITY FUND MANAGED BY JO HAMBRO						

CAPITAL MANAGEMENT LIMITED

16	IN300054/10013042	ACACIA PARTNERS, LP	1159891	11598910	.3918	1159891
17	IN300054/10102206	WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.	1147043	11470430	.3875	1147043
18	IN300167/10119669	PENSION RESERVES INVESTMENT TRUST FUND -	1057131	10571310	.3571	1057131

ACADIAN

19	IN303438/10020249	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL	1039179	10391790	.3511	1039179
----	-------------------	--	---------	----------	-------	---------

TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST

II

20	IN300167/10039739	STATE STREET EMERGING MARKETS SMALL CAP ACTIVE	1029351	10293510	.3477	1029351
----	-------------------	--	---------	----------	-------	---------

NON-LENDING QIB COMMON TRUST FUND

21	IN300054/10079013	GLOBEFLEX EMERGING MARKETS SMALL CAP, L.P.	972722	9727220	.3286	972722
22	IN300054/10040054	DIMENSIONAL EMERGING MARKETS VALUE FUND	919939	9199390	.3108	919939
23	IN300054/10043327	OPSEU PENSION PLAN TRUST FUND	885901	8859010	.2993	885901
24	IN300167/10081274	THE BOARD OF REGENTS OF THE UNIVERSITY OF	848137	8481370	.2865	848137

TEXAS SYSTEM-ACADIAN ASSET MANAGEMENT

25	IN300167/10031520	SPDR S AND P EMERGING MARKETS ETF	826264	8262640	.2791	826264
26	IN300167/10107195	GMO IMPLEMENTATION FUND A SERIES OF GMO TRUST	809264	8092640	.2734	809264
27	IN300054/10088714	BLUE SKY ACTIVE EQUITY EMERGING MARKETS GLOBAL	806483	8064830	.2725	806483

FUND

28	IN300167/10161127	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM -	793615	7936150	.2681	793615
----	-------------------	---	--------	---------	-------	--------

STATE STREET GLOBAL ADVISORS TRUST COMPANY 1

29	IN303438/10012152	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	787227	7872270	.2659	787227
30	IN300167/10021055	ALASKA PERMANENT FUND	765781	7657810	.2587	765781
31	IN303438/10008236	BUMA-UNIVERSAL-FONDS I	682293	6822930	.2305	682293
32	IN300054/10013268	THE EMERGING MARKETS SMALL CAP SERIES OF THE	605290	6052900	.2045	605290

DFA INVESTMENT TRUST COMPANY

33	IN303438/10006932	STICHTING SHELL PENSIOENFONDS	576627	5766270	.1948	576627
----	-------------------	-------------------------------	--------	---------	-------	--------



Public Shareholding

Institutions

Foreign Institutional Investors

Srl	Folio No	Name	Shares	Amount	Percentage	Demat Share
34	IN300054/10013034	ACACIA INSTITUTIONAL PARTNERS, LP	556800	5568000	.1881	556800
35	IN300167/10059172	VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEXFUND	534306	5343060	.1805	534306
36	IN303173/20000220	PREMIER INVESTMENT FUND LIMITED	510000	5100000	.1723	510000
37	IN300167/10032725	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	489368	4893680	.1653	489368
38	IN301799/10086198	UNIVERSAL-INVESTMENT-GESELLSCHAFT MBH ON BEHALF OF BAYVK A3-FONDS	487463	4874630	.1647	487463
39	IN300142/10735721	NEF - PACIFIC EQUITY	467953	4679530	.1581	467953
40	IN300167/10056354	COMMONWEALTH OF PENNSYLVANIA PUBLIC SCHOOL EMPLOYEES RETIREMENT SYSTEM/GE328-ACADIAN ASSETMANAGEMENT INC.	433496	4334960	.1464	433496
41	IN300054/10093339	JOHCM EMERGING MARKETS SMALL MID CAP EQUITY FUND	412969	4129690	.1395	412969
42	IN300167/10030167	CITY OF NEW YORK GROUP TRUST	409134	4091340	.1382	409134
43	IN300167/10045319	SPDR S AND P EMERGING MARKETS SMALL CAP ETF	404866	4048660	.1368	404866
44	IN303438/10011607	MISSOURI EDUCATION PENSION TRUST MANAGED BY ARROWSTREET CAPITAL L.P.	365393	3653930	.1234	365393
45	IN300167/10132588	GMO BENCHMARK - FREE FUND, A SERIES OF GMO TRUST	356414	3564140	.1204	356414
46	IN300054/10019445	NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	342057	3420570	.1156	342057
47	IN300142/20771462	THE INDIAMAN FUND (MAURITIUS) LIMITED	300000	3000000	.1013	300000
48	IN300054/10106287	AXA ROSENBERG EQUITY ALPHA TRUST - AXA ROSENBERG ALL COUNTRY ASIA PACIFIC EX-JAPAN SMALL CAP ALPHA FUND	277143	2771430	.0936	277143

49	IN300167/10088144	INTEGRATED CORE STRATEGIES ASIA PTE LTD	275994	2759940	.0932	275994
50	IN301524/30051010	GOLDMAN SACHS (SINGAPORE) PTE. - ODI	271514	2715140	.0917	271514
51	IN300167/10145599	GMO GLOBAL REAL RETURN (UCITS) FUND, A SUB-	265960	2659600	.0898	265960
FUND OF GMO FUNDS PLC						
52	IN300054/10022345	ACACIA CONSERVATION FUND LP	260000	2600000	.0878	260000
53	IN300167/10044857	GMAM INVESTMENT FUNDS TRUST	259517	2595170	.0877	259517
54	IN300167/10153025	STATE STREET GLOBAL ADVISORS LUXEMBOURG SICAV	238438	2384380	.0806	238438
- STATE STREET EMERGING MARKETS SMALL CAP						
EQUITY FUND						
55	IN300167/10144942	DIVERSIFIED TRUST COMPANY COMMON TRUST	221493	2214930	.0748	221493
INTERNATIONAL EQUITY FUND						
56	IN300167/10058090	FLORIDA RETIREMENT SYSTEM - ACADIAN ASSET	221190	2211900	.0747	221190
MANAGEMENT, INC.						
57	IN303719/11084530	SRI SILVERDALE OPPORTUNITIES FUND	221000	2210000	.0747	221000
58	IN301799/10086489	NEW LEANA INVESTMENTS LIMITED	200000	2000000	.0676	200000
59	IN303438/10006941	SHELL PENSIONS TRUST LIMITED AS TRUSTEE OF THE	198751	1987510	.0671	198751
SHELL CONTRIBUTORY PENSION FUND						
60	IN300054/10024287	ACACIA BANYAN PARTNERS	180862	1808620	.0611	180862
61	IN300167/10162943	FIRST STATE SUPERANNUATION SCHEME	167049	1670490	.0564	167049
62	IN301348/20032456	POLUS GLOBAL FUND	163000	1630000	.0551	163000
63	IN300054/10091124	ACTIVE EMERGING MARKETS EQUITY FUND	160475	1604750	.0542	160475
64	IN303438/10009366	ENTERGY CORPORATION RETIREMENT PLANS MASTER	144418	1444180	.0488	144418
TRUST						
65	IN300054/10090076	COMMONWEALTH GLOBAL SHARE FUND 30	140539	1405390	.0475	140539
66	IN300142/10761808	SEI TRUST COMPANY, AS TRUSTEE ON BEHALF OF	135133	1351330	.0457	135133
ACADIAN GLOBAL SMALL CAP EQUITY CIT FUND						
67	IN300054/10013026	ACACIA II PARTNERS, LP	134651	1346510	.0455	134651

Public Shareholding

Institutions

Foreign Institutional Investors

Srl	Folio No	Name	Shares	Amount	Percentage	Demat Share
68	IN300054/10099250	FIDELITY COMMON CONTRACTUAL FUND II/FIDELITY GLOBAL EMERGING MARKETS EQUITY FUND	131959	1319590	.0446	131959
69	IN300167/10105997	ACADIAN EMERGING MARKETS PORTFOLIO	127246	1272460	.043	127246
70	IN300167/10134830	ACADIAN EMERGING MARKETS ALPHA PLUS FUND TRUST	107868	1078680	.0364	107868
71	IN300167/10122568	RUSSELL INVESTMENT COMPANY PLC - ACADIAN EMERGING MARKETS EQUITY UCITS II	106400	1064000	.0359	106400
72	IN300167/10159933	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	106321	1063210	.0359	106321
73	IN300167/10100587	EMERGING MARKETS VALUE FUND OF DIMENSIONAL FUNDS PLC	92233	922330	.0312	92233
74	IN300167/10119319	CAISSE DE DEPOT ET PLACEMENT DU QUEBEC- QUANTUM ADVISORS PRIVATE LIMITED	88777	887770	.03	88777
75	IN300054/10074905	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	80783	807830	.0273	80783
76	IN300167/10047358	VANGUARD TOTAL WORLD STOCK INDEX FUND	76646	766460	.0259	76646
77	IN300054/10025384	T.A. WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	75922	759220	.0256	75922
78	IN300054/10017712	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	73879	738790	.025	73879
79	IN300054/10074181	METIS EQUITY TRUST	72075	720750	.0243	72075
80	IN303438/10018480	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	65663	656630	.0222	65663
81	IN303438/10018375	VANGUARD ESG INTERNATIONAL STOCK ETF	62288	622880	.021	62288

82	IN300167/10156689	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	62085	620850	.021	62085
83	IN300054/10097678	EMERGING MARKETS SUSTAINABILITY CORE I PORTFOLIO	60730	607300	.0205	60730
84	IN300142/10767313	ARROWSTREET COLLECTIVE INVESTMENT TRUST - ARROWSTREET INTERNATIONAL EQUITY EAFE ALPHA EXTENSION CIT	56016	560160	.0189	56016
85	IN300054/10023614	UTAH STATE RETIREMENT SYSTEMS	54636	546360	.0185	54636
86	IN303438/10005548	NEW YORK STATE COMMON RETIREMENT FUND	54591	545910	.0184	54591
87	IN300167/10100511	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	52700	527000	.0178	52700
88	IN300167/10143046	CC & L Q GROUP GLOBAL EQUITY FUND	51986	519860	.0176	51986
89	IN300054/10100216	EMERGING MARKETS TARGETED VALUE PORTFOLIO	49707	497070	.0168	49707
90	IN300142/10745710	CATHOLIC UNITED INVESTMENT TRUST	47877	478770	.0162	47877
91	IN300054/10106594	MONETARY AUTHORITY OF SINGAPORE ACCOUNT I	43231	432310	.0146	43231
92	IN300054/10074841	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	42176	421760	.0142	42176
93	IN300167/10145919	TEXAS MUNICIPAL RETIREMENT SYSTEM	42167	421670	.0142	42167
94	IN300054/10041205	ARROWSTREET GLOBAL EQUITY FUND	41578	415780	.014	41578
95	IN300167/10132703	2452991 ONTARIO LIMITED	40948	409480	.0138	40948
96	IN300054/10032536	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	40399	403990	.0136	40399
97	IN300167/10047245	THE WALT DISNEY COMPANY RETIREMENT PLAN MASTER TRUST - ACADIAN ASSET MANAGEMENT INC	39195	391950	.0132	39195
98	IN300167/10064916	ACADIAN EMERGING MARKETS EQUITY FUND	37741	377410	.0127	37741
99	IN300054/10009298	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	37333	373330	.0126	37333
100	IN300167/10141503	CC& L Q GLOBAL EQUITY FUND	36519	365190	.0123	36519
101	IN300142/10771310	JAPAN TRUSTEE SERVICES BANK, LTD. RE: SMTB AXA	36282	362820	.0123	36282

Public Shareholding

Institutions

Foreign Institutional Investors

Srl	Folio No	Name	Shares	Amount	Percentage	Demat Share
IM EMERGING SMALL CAP EQUITY MOTHER FUND						
102	IN301524/30035748	UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF SIHL INSTITUTIONAL FUND - AKTIEN EMERGING MARKETS	35851	358510	.0121	35851
103	IN300167/10145646	GMO MEAN REVERSION FUND (ONSHORE), A SERIES OF GMO MASTER PORTFOLIOS (ONSHORE), L.P.	32246	322460	.0109	32246
104	IN300054/10078971	JOHN HANCOCK VARIABLE INSURANCE TRUST EMERGING MARKETS VALUE TRUST	31315	313150	.0106	31315
105	IN300167/10128022	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	30289	302890	.0102	30289
106	IN303438/10014255	ALLIANZ GLOBAL INVESTORS GMBH ACTING ON BEHALF OF ALLIANZGI-FONDS DSPT	29064	290640	.0098	29064
107	IN301524/30049717	DFA INTERNATIONAL CORE EQUITY FUND	28635	286350	.0097	28635
108	IN300167/10135343	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MANAGED THROUGH DIMENSIONAL FUND ADVISORS LP	28570	285700	.0097	28570
109	IN300167/10159992	WILSHIRE INTERNATIONAL EQUITY FUND	25204	252040	.0085	25204
110	IN300054/10084844	QUEENSLAND INVESTMENT TRUST NO 2	25190	251900	.0085	25190
111	IN300142/10541516	BNS ASIA LIMITED	21795	217950	.0074	21795
112	IN300054/10080999	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	18544	185440	.0063	18544
113	IN301524/30049709	DFA INTERNATIONAL VECTOR EQUITY FUND	12584	125840	.0043	12584
114	IN301799/10088827	BNP PARIBAS ARBITRAGE - ODI	8649	86490	.0029	8649
115	IN303786/10000836	SOCIETE GENERALE	8000	80000	.0027	8000
116	IN300167/10160958	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING	7749	77490	.0026	7749

MARKETS EQUITY FUND

117	IN300142/10660530	Q INDIA EQUITY FUND LIMITED	4432	44320	.0015	4432
118	IN300142/10772917	VANGUARD INVESTMENT SERIES PLC - VANGUARD ESG	3884	38840	.0013	3884

EMERGING MARKETS ALL CAP EQUITY INDEX FUND

119	IN301348/20032729	ASPIRE EMERGING FUND	3000	30000	.001	3000
120	IN300167/10150969	VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE	2373	23730	.0008	2373

GLOBAL ALL CAP INDEX FUND

121	IN301524/30049602	CC&L Q EMERGING MARKETS EQUITY FUND	2157	21570	.0007	2157
122	IN303622/10011762	NATIONAL SECURITIES CO. S.A.O.G.	300	3000	.0001	300
123	IN300054/10112036	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF	172	1720	.0001	172

DIMENSIONAL ETF TRUST

124	IN301799/10081740	BNP PARIBAS ARBITRAGE	31	310	0	31
125	IN303786/10007557	SOCIETE GENERALE - ODI	1	10	0	1

Total : 94566074 945660740 31.9465 94566074

PTC INDIA LIMITED

DISTRIBUTION SCHEDULE

As On : 31/03/2021

Page 9 of 82

RAJIV MAHESHWARI
Company Secretary
PTC India Limited
2nd Floor, NBCC Tower
15, Bhikaji Cama Place, New Delhi-110066

Date:

Ref. No.:

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **PTC India Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on March 31, 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers, and agents, I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year, the Company, wherever required, has complied with provisions of the Act & Rules made there under in respect of:

1. its status under the Act;
2. maintenance of registers/records & making entries therein within the time prescribed therefore;
3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time, however there are few forms which are filed with additional fee;
4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including



the circular resolutions have been properly recorded in the Minute Book and registers maintained for the purpose and the same have been signed, further the Company was not required to pass any resolution by postal ballot during the financial year ended March 31, 2021;

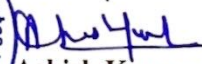
5. closure of Register of Members / Security holders, as the case may be.
6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act, however during the FY 2020-21, the Company has not made any rights issue or bonus issue;
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution, appointment, re-appointments, retirement, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them, *however the Board of Directors of the Company was not duly constituted from December 20, 2020, till March 31, 2021, in terms of Regulation 17(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and fine has been imposed by Stock Exchanges for the non-compliance. The Company has applied with Stock Exchanges for wavier of fine;*



13. appointment/ reappointment of auditors as per the provisions of section of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act, however no such event happens during the aforesaid financial year;
15. acceptance/ renewal/ repayment of deposits, however the Company has not accepted any deposits during the aforesaid financial year;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act, wherever applicable;
18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company, however the Company has not altered its Memorandum and/or Articles of Association during the aforesaid financial year.

For Ashish Kapoor & Associates
Company Secretaries
ICSI Unique Code: S2007DE093800




Ashish Kapoor
M. No: F8002
C.P No: 7504
UDIN: F008002C000764692

Place: Delhi
Date: 11.08.2021